

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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GREGORY MORGENWECK, : No. 08 CV 2969 (BSJ) (RLE)
Plaintiff, :
: -vs- :
VISION CAPITAL ADVISORS, LLC, VISION :
OPPORTUNITY CAPITAL MANAGEMENT, :
LLC, ADAM BENOWITZ and RANDOLPH :
COHEN :
Defendants. :
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: VISION CAPITAL ADVISORS, LLC and :
VISION OPPORTUNITY CAPITAL :
MANAGEMENT, LLC :
: Counterclaim Plaintiffs, :
: -vs- :
GREGORY MORGENWECK, :
: Counterclaim Defendant. :
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RULE 7.1 DISCLOSURE STATEMENT

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure, and to enable Judges and Magistrate Judges of the Court to evaluate possible disqualification or recusal, the undersigned counsel states that defendants and counterclaim plaintiffs Vision Capital Advisors, LLC and Vision Opportunity Capital Management, LLC (private, non-governmental parties)

have no corporate parents and further states that no publicly held corporation owns more than 10% of Vision Capital Advisors, LLC or Vision Opportunity Capital Management, LLC.

Dated: New York, New York
April 24, 2008

SCHULTE ROTH & ZABEL LLP

By: /s/ David K. Momborquette

David K. Momborquette

Michael P. Bradley

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Attorneys for defendants and counterclaim plaintiffs Vision Capital Advisors, LLC and Vision Opportunity Capital Management, LLC